

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter 11 Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

| | | | |
|--|---|---|--|
| 1. Debtor's name | <u>Athenex R&D LLC</u> | | |
| 2. All other names debtor used in the last 8 years | <u>Kinex Supportive Pharmaceuticals, LLC</u> | | |
| Include any assumed names, trade names and doing business as names | | | |
| 3. Debtor's federal Employer Identification Number (EIN) | <u>81-1153123</u> | | |
| 4. Debtor's address | Principal place of business <u>20 Commerce Drive</u> <u>Cranford, NJ 07016</u> | Mailing address, if different from principal place of business Number, Street, City, State & ZIP Code <u>P.O. Box, Number, Street, City, State & ZIP Code</u> | |
| | Number, Street, City, State & ZIP Code <u>Union</u> County | Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code | |
| 5. Debtor's website (URL) | | | |
| 6. Type of debtor | <input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____ | | |

Debtor

Athenex R&D LLC

Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**5417****8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- Chapter 7
- Chapter 9
- Chapter 11. **Check all that apply:**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

| | | |
|----------------|------------|-------------------|
| District _____ | When _____ | Case number _____ |
| District _____ | When _____ | Case number _____ |

Debtor Athenex R&D LLC
Name _____ Case number (*if known*) _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- No
 Yes.

List all cases. If more than 1, attach a separate list

| Debtor | <u>See Rider 1 attached hereto</u> | Relationship | <u>Affiliate</u> |
|----------|---|--------------|-----------------------------|
| District | <u>Southern District</u> <u>Texas, Houston</u> | When _____ | Case number, if known _____ |

11. Why is the case filed in this district? Check all that apply:
- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
 A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? No
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)
 It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
 What is the hazard? _____
 It needs to be physically secured or protected from the weather.
 It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
 Other _____

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

- No
 Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds Check one:
 Funds will be available for distribution to unsecured creditors.
 After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors 1-49 1,000-5,000 25,001-50,000
 50-99 5001-10,000 50,001-100,000
 100-199 10,001-25,000 More than 100,000
 200-999

15. Estimated Assets \$0 - \$50,000 \$1,000,001 - \$10 million \$500,000,001 - \$1 billion
 \$50,001 - \$100,000 \$10,000,001 - \$50 million \$1,000,000,001 - \$10 billion
 \$100,001 - \$500,000 \$50,000,001 - \$100 million \$10,000,000,001 - \$50 billion
 \$500,001 - \$1 million \$100,000,001 - \$500 million More than \$50 billion

| | | | |
|--|----------------------------|---|--|
| Debtor | <u>Athenex R&D LLC</u> | Name | Case number (<i>if known</i>) |
| 16. Estimated liabilities | | | |
| <input type="checkbox"/> \$0 - \$50,000 | | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | | <input checked="" type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor

Athenex R&D LLC

Name

Case number (*if known*) _____**Request for Relief, Declaration, and Signatures**

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 14, 2023
MM / DD / YYYY

X /s/ Nicholas K. Campbell

Signature of authorized representative of debtor

Nicholas K. Campbell

Printed name

Title Chief Restructuring Officer**18. Signature of attorney****X /s/ Michael D. Warner**

Signature of attorney for debtor

Date May 14, 2023

MM / DD / YYYY

Michael D. Warner

Printed name

Pachulski Stang Ziehl & Jones LLP

Firm name

440 Louisiana Street**Suite 900****Houston, TX 77002**

Number, Street, City, State & ZIP Code

Contact phone 714-384-4740Email address mwarner@pszjlaw.com**00792304 TX**

Bar number and State

Rider 1 to Voluntary Petition

On the date hereof, each of the affiliated entities listed below, including the debtor in this chapter 11 case (collectively, the “Debtors”), filed a petition in this Court for relief under chapter 11 of title 11 of the United States Code.

1. Athenex Pharma Solutions, LLC
2. Athenex Pharmaceutical Division, LLC
3. Athenex R&D LLC
4. Athenex, Inc.
5. Cell Medica, Inc.
6. Kuur Therapeutics Inc.

Fill in this information to identify the case:Debtor name Athenex R&D LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____

 Check if this is an amended filing**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Corporate Ownership Statement, List of Equity Holders, Creditor Matrix Verification

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 14, 2023X /s/ Nicholas K. Campbell

Signature of individual signing on behalf of debtor

Nicholas K. Campbell

Printed name

Chief Restructuring Officer

Position or relationship to debtor

WRITTEN CONSENT OF
Athenex Pharmaceutical Division, LLC
Athenex Pharma Solutions, LLC
Athenex R&D LLC

The undersigned being the Sole Member of each and every one of the entities as listed below (each a “**Company**” and, collectively, the “**Companies**”) does hereby consent to and take the following action to be effective as of May 12, 2023 and consent to the Company actions contemplated thereby:

WHEREAS, the Sole Member has considered the financial and operational aspects of the Companies’ business;

WHEREAS, the Sole Member has reviewed the historical performance of the Company, the market for the Companies’ products and services, and the current and long-term liabilities of the Companies;

WHEREAS, the Sole Member has, over the last several months, reviewed the materials presented to it by the management of and the advisors to the Companies regarding the possible need to undertake a financial and operational restructuring of the Companies;

WHEREAS, the Sole Member has analyzed each of the financial and strategic alternatives available to it, including those available on a consensual basis with the principal stakeholders of the Companies, and the impact of the foregoing on the Companies’ business and its stakeholders;

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Sole Member, it is desirable and in the best interests of the Companies, its creditors, employees, stockholders and other interested parties that a petition be filed by each Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of Texas (the “**Bankruptcy Court**”);

RESOLVED FURTHER, that the officers of the Companies (each, an “**Authorized Officer**”) be, and each of them hereby is, authorized on behalf of each Company to execute, verify and file all petitions, schedules, lists, and other papers or documents, and to take and perform any and all further actions and steps that any such Authorized Officer deems necessary, desirable and proper in connection with the Company’s chapter 11 case, with a view to the successful prosecution of such case;

RESOLVED FURTHER, that the Authorized Officers, on behalf of each Company, are authorized, empowered and directed to retain the law firm of Pachulski Stang Ziehl & Jones LLP (“**PSZJ**”) as bankruptcy counsel to represent and assist the Companies in carrying out its duties under chapter 11 of the Bankruptcy Code, and to take any and all actions to advance each Company’s rights in connection therewith, and the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and to cause to be filed an appropriate application for authority to retain the services of PSZJ;

RESOLVED FURTHER, that the Authorized Officers, on behalf of each Company, are authorized, empowered and directed to retain the services of MERU, LLC (“MERU”) as the Companies’ financial advisor, and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and to cause to be filed an appropriate application for authority to retain the services of MERU;

RESOLVED FURTHER, that Nicholas Campbell of MERU has been appointed, effective as of April 19, 2023, to serve as Chief Restructuring Officer of the Company and its affiliates, shall be an Authorized Officer (as defined in these resolutions), and is hereby authorized to make decisions with respect to all aspects of the management and operation of each Company’s business including, without limitation, organization, human resources, marketing, sales, logistics, finance, administration, oversight, of the prosecution of each Company’s bankruptcy case, including, but not limited to, bankruptcy-related reporting requirements, filing of Statement of Financial Affairs, Schedule of Assets and Liabilities, a chapter 11 plan and related disclosure statement, claims management, managing outside professionals and such other aspects as he may identify, in such manner as he deems necessary or appropriate in his sole and reasonable discretion consistent with the business judgment rule, subject only to appropriate governance by the applicable Board, in accordance with each Company’s certificate of incorporation, certificate of formation, bylaws, limited liability company agreement, applicable laws and applicable bankruptcy law and order of the Court;

RESOLVED FURTHER, that the Authorized Officers be, and each of them hereby is, authorized, empowered, and directed, on behalf of the Company, to retain the services of Epiq Corporate Restructuring, LLC (“Epiq”) as the Company’s claims, noticing, and solicitation agent and administrative advisor, and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and to cause to be filed an appropriate application for authority to retain the services of Epiq;

RESOLVED FURTHER, that the Authorized Officers of each Company be, and hereby are, authorized and directed to employ any other professionals necessary, including but not limited to, investment bankers, to assist such Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the officers of the Company are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the chapter 11 case and cause to be filed appropriate applications with the Bankruptcy Court for authority to retain the services of any other professionals, as necessary, and on such terms as are deemed necessary, desirable and proper;

RESOLVED FURTHER, that the Authorized Officers of each Company be, and each of them hereby is, authorized and empowered to obtain post-petition financing according to terms which may be negotiated by the management of the Company, including under debtor-in-possession credit facilities or the use of cash collateral; and to enter into any guaranties and to pledge and grant liens on its assets as may be contemplated by or required under the terms of such post-petition financing or cash collateral agreement; and in connection therewith, the Authorized Officers of each Company are hereby authorized and directed to execute appropriate loan agreements, cash collateral agreements and related ancillary documents;

RESOLVED FURTHER, that the Authorized Officers be, and each of them hereby is, authorized, empowered and directed on behalf of the Companies to take any and all actions, to execute, deliver, certify, file and/or record and perform any and all documents, agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities or certificates and to take any and all actions and steps deemed by any such Authorized Officer to be necessary or desirable to carry out the purpose and intent of each of the foregoing resolutions and to effectuate a successful chapter 11 case, including, but not limited to the development, filing and prosecution to confirmation of a chapter 11 plan and related disclosure statement; and

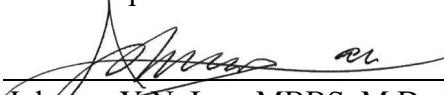
RESOLVED FURTHER, that any and all actions heretofore taken by any Authorized Officer or the directors of each Company in the name and on behalf of the Company in furtherance of the purpose and intent of any or all of the foregoing resolutions be, and hereby are, ratified, confirmed, and approved in all respects.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned, Sole Member of the Company and its subsidiary entities as listed below has hereunto set his hand.

Athenex Pharmaceutical Division, LLC
Athenex Pharma Solutions, LLC
Athenex R&D LLC
each a Delaware limited liability company

By: Athenex, Inc.
a Delaware corporation

By: 
Johnson Y.N. Lau, MBBS, M.D., FRCP
Chief Executive Officer

**SIGNATURE PAGE TO WRITTEN CONSENT OF
ATHENEX PHARMACEUTICAL DIVISION, LLC,
ATHENEX PHARMA SOLUTIONS, LLC, AND ATHENEX R&D LLC**

Fill in this information to identify the case:

Debtor name Athenex R&D LLCUnited States Bankruptcy Court for the Southern District of Texas
(State)

Case number (If known): _____

 Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (on a Consolidated Basis)

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

| | Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim | | |
|----|---|---|--|--|-----------------------------------|---|-----------------|
| | | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 1. | Ingenus Pharmaceuticals 4190 Millenia Blvd Orlando, FL 32839 | Samir Mehta info@ingenus.com; smehta@ingenus.com | Trade Debt | | | | \$8,088,996.00 |
| 2. | Chongqing Sintaho Pharmaceutical 600, Liuqing Road Maliuzui Town, Banan District Chongqing, 401319 CHINA | Amy Wu Tel. +86-23-8896 1270 info@sintaho.com | Trade Debt | | | | \$6,755,948.00 |
| 3. | Baylor College of Medicine One Baylor Plaza Houston, TX 77030-3411 | Michael B. Dilling Michael.Dilling@bcm.edu | Trade Debt | Disputed | | | \$6,280,000.00 |
| 4. | Gland Pharma Limited 6-3-865/1/2, Flat No.201 Greenland Apartments, Ameerpet Hyderaad, 500 016 INDIA | Prathyusha Pantareddy gland@glandpharma.com; Prathyusha.pantareddy@glan dpharma.com | Trade Debt | | | | \$5,481,429.00 |
| 5. | Indena Viale Ortles 12 20139 Milano, ITALY | Stephano Togni, Robert Sacco, Emanuele Agnese Tel. 257-4961 stefano.togni@indena.com; roberta.sacco@indena.com; emanuele.agnese@indena.co m | Trade Debt | | | | \$3,731,991.00 |
| 6. | GenScript Probio USA Inc. 860 Centennial Ave. Piscataway, NJ 08854 | Tiancheng Zhou tiancheng.zhou@genscript.co m | Trade Debt | | | | \$2,718,357.00 |

| Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|---|--|--|--|--|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 7. EverSana Life Science Services, LLC 24740 Network Place Chicago, IL 60673-1247 | Kendra Winfield, Errick Wright, Kaye Nearwood billing@Eversana.com; kaye.nearwood@eversana.co m; errick.wright@eversana.com; kendra.winfield@eversana.co m | Trade Debt | | | | \$1,400,000.00 |
| 8. MAIA Pharmaceuticals, Inc. 707 State Road Suite 104 Princeton, NJ 08540 | Bikram Malik Maiafinance@Maiapharma.co m | Trade Debt | | | | \$1,291,535.00 |
| 9. Hainan Shuangcheng Pharmaceuticals No. 16 Xingguo Road Xiuying District Haikou, 570314 CHINA | Vivian Chen Tel. 86-898-68629718 vivian.chen@hnsp.com | Trade Debt | | | | \$1,182,160.00 |
| 10. IBI – Istituto Biochimico Via Fossignano, 2 04011, Aprilia ITALY | Nicola Blundo, Eleazar Fadda Tel. +39 06 921501 info@ibi-lorenzini.com; nblundo@ibi-lorenzini.com; efadda@ibi-lorenzini.com | Trade Debt | | | | \$1,012,758.00 |
| 11. Pharmascience Inc 6111 Royalmount Suite 100 Montreal Quebec, H7p2t4 CANADA | Peter Skoutelas, Labrini Skarras, Nelly De Sousa Tel. 438-315-3434 customercarepms@pharmascience.com; NDeSousa@pharmascience.c om | Trade Debt | Unliquidated | | | \$1,000,000.00 |
| 12. Chongqing Taihao Pharmaceutical C-3 High Technology Zone 105 Chuangye Rd. Erlang Chongqing, 400039 CHINA | Amy Wu Tel. +86-23-6846 5115 info@polymedt.com | Trade Debt | | | | \$924,506.00 |
| 13. Praxgen Pharmaceuticals, LLC 9 Deer Park Driver Suite J-10 Monmouth Junction, NJ 08852 | Jane Li jane.li@praxgen.com | Trade Debt | | | | \$847,677.00 |

| Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|--|---|--|--|--|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 14 Maiva Pharma Private Limited 32, Sipcot Industrial Complex Phase I Hosur, 635126 INDIA | Sellaraj Pandiyan info@maivapharma.com; sellaraj.s@maivapharma.com | Trade Debt | | | | \$755,110.00 |
| 15 Eagle Pharmaceuticals, Inc. 50 Tice Blvd. Suite 315 Woodcliff Lake, NJ 07677 | Kim Zahn, Violeta Dyankova Tel. 855-318-2170 arsupport@icsconnect.com | Trade Debt | | | | \$734,134.00 |
| 16 Deloitte & Touche LLP P.O. Box 844708 Dallas, TX 75284-4708 | Dan Whelehan dwhelehan@deloitte.com | Professional Services | | | | \$650,285.00 |
| 17 Brammer Bio PO BOX 412576 Boston, MA 02241-2576 | Mariano Zuniga mariano.zuniga@thermofisher.com | Trade Debt | | | | \$613,692.00 |
| 18 EVER Valinjected Oberburgau 3 Unterach, 4866 AUSTRIA | Theresa Pachinger office@everpharma.com; theresa.pachinger@everpharma.com | Trade Debt | | | | \$430,394.00 |
| 19 ACS Dobfar Viale Addetta, 6 Tribiano, MI, 20067 ITALY | Marco Vaccari, Paolo Vigevani Marco.Vaccari@acsdobfar.it; paolo.vigevani@acsdobfar.it | Trade Debt | | | | \$335,400.00 |
| 20 Cooley LLP 101 California 5th Floor San Francisco, CA 94111-5800 | Termia White Tel. 585.385.1880 Termia.White@cooley.com | Professional Services | | | | \$261,211.00 |
| 21 Ernst & Young LLP Pittsbgh Ntnl Bnk- Pitt 640382 Pittsburgh, PA 15264-0382 | Brett Cartner Tel. 716-843-5000 Brett.Cartner@ey.com | Professional Services | | | | \$242,721.00 |
| 22 Avet Pharmaceuticals Inc. One Tower Center Blvd Suite 1700 East Brunswick, NJ 08816 | Akeisha Edwards, Juliana White Akeisha.Edwards@avetpharma.com; Juliana.White@avetpharma.com | Trade Debt | | | | \$240,375.00 |

| | Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|----|--|---|--|--|--|---|-----------------|
| | | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 23 | McKesson Medical Surgical P.O. Box 660266 Dallas, TX 75266-0266 | Tabitha Wozniak Tel. (585) 427-8240 MMS.Credit@McKesson.com; Tabitha.Wozniak@McKesson.com | Trade Debt | | | | \$225,953.00 |
| 24 | Fort Schuyler Management Corporation 257 Fuller Road Albany, NY 12203 | Patricia DeLane PDeLane@sunypoly.edu | Landlord | | | | \$217,803.00 |
| 25 | Vizient Supply LLC 75 Remittance Drive Suite 1420 Chicago, IL 60675-1420 | Carlos Barbosa carlos.barboza@vizientinc.com | Trade Debt | | | | \$203,581.00 |
| 26 | Charles River Laboratories GPO Box 27812 New York, NY 10087-7812 | James Williams Tel. 800-441-3550 James.Williams@crl.com | Trade Debt | | | | \$201,224.00 |
| 27 | Pace Analytical Life Sciences PO Box 684056 Chicago, IL 60695 | Nisheet Gupta. Carol Nesheim Tel. 612-607-6400 Nisheet.Gupta@pacelabs.com; carol.nesheim@pacelabs.com | Trade Debt | | | | \$200,906.00 |
| 28 | Arnold & Porter 6200 Savoy Drive Suite 1200 Houston, TX 77036 | Kenneth Hamilton Kenneth.Hamilton@arnoldporter.com | Professional Services | | | | \$189,396.00 |
| 29 | Quantum Leap Healthcare 499 Illinois Avenue Suite 200 San Francisco, CA 94158 | Valerie Chin Tel. 855-866-0505 v.chin@quantumleaphealth.org | Trade Debt | | | | \$165,000.00 |
| 30 | BioAgilytix Labs LLC 2300 Englert Drive Durham, NC 27713 | Isabel Malonson isabel.malonson@bioagilytix.com | Trade Debt | | | | \$164,803.00 |

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

ATHENEX R&D LLC

Debtor.

Chapter 11

Case No. 23-____ (____)

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned authorized officer of the above-captioned Debtor, certifies that the following is a corporation other than the Debtor, or a governmental unit, that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or states that there are no entities to report under FRBP 7007.1.

Name: Athenex, Inc.
Address: 1001 Main Street, Suite 600
 Buffalo, NY 14203

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

ATHENEX R&D LLC

Debtor.

Chapter 11

Case No. 23-____ (____)

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case:

| Equity Holder | Address of Equity Holder | Percentage of Equity Held |
|----------------------|--|----------------------------------|
| Athenex, Inc. | 1001 Main Street, Suite 600 Buffalo, NY 14203 | 100% membership interest |

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

ATHENEX R&D LLC

Debtor.

Chapter 11

Case No. 23-____ (____)

CERTIFICATION OF CREDITOR MATRIX

Pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure, the above captioned debtor and its affiliated debtors in possession (collectively, the “Debtors”)¹ hereby certify that the *Creditor Matrix* submitted herewith contains the names and addresses of the Debtors’ creditors. To the best of the Debtors’ knowledge, the *Creditor Matrix* is complete, correct, and consistent with the Debtors’ books and records.

The information contained herein is based upon a review of the Debtors’ books and records as of the petition date. However, no comprehensive legal and/or factual investigations with regard to possible defenses to any claims set forth in the *Creditor Matrix* have been completed. Therefore, the listing does not, and should not, be deemed to constitute: (1) a waiver of any defense to any listed claims; (2) an acknowledgement of the allowability of any listed claims; and/or (3) a waiver of any other right or legal position of the Debtors.

¹ A complete list of each of the Debtors in these Chapter 11 Cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://dm.epiq11.com/athenex>. The location of Athenex, Inc.’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 1001 Main Street, Suite 600, Buffalo, NY 14203.